

Hearing Date: February 5, 2019 at 2:00 p.m.  
Objection Deadline: January 29, 2019 at 4:00 p.m.

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& Manufacturing, Inc.*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re:	)	
	)	Case No. 09-50026 (REG)
MOTORS LIQUIDATION COMPANY, <i>et al.</i> ,	)	Chapter 11
f/k/a General Motors Corp., <i>et. al.</i> ,	)	(Jointly Administered)
	)	
Debtors	)	
	)	

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**NOTICE OF AMERICAN AXLE & MANUFACTURING, INC.’S MOTION TO  
INCLUDE THE TONAWANDA FORGE SITE IN THE RACER TRUST OR, IN  
THE ALTERNATIVE, FOR AUTHORITY TO FILE A LATE CLAIM AGAINST  
THE DEBTORS TO PARTICIPATE IN DISTRIBUTIONS  
FROM THE GUC TRUST**

**PLEASE TAKE NOTICE** that on **February 5, 2019 at 2:00 p.m.**, or as soon thereafter as counsel may be heard, the undersigned, attorneys for American Axle & Manufacturing, Inc. (“**American Axle**”), shall appear at a hearing and move the United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, NY 10004, for entry of an Order providing that American Axle’s claim is properly resolved by the inclusion of the Tonawanda Forge Site (the “**Site**”) in the Revitalizing Auto Communities Environmental Response Trust (“**RACER Trust**”) or alternatively, if the Court does not grant the above requested relief a ruling that American Axle may file a late claim against the Debtors

to participate in distributions from Old GM General Unsecured Creditor's Trust ("**GUC Trust**") for environmental contamination caused by Old GM at the Site (the "**Motion**").

**PLEASE TAKE FURTHER NOTICE** that all responses to the Motion must be filed with the Court and served upon: (i) counsel for the Movant at the address set forth below; (ii) counsel for the Official Committee of Unsecured Creditors, Kramer, Levin, Naftalis & Frankel, LLP, 1177 Avenue of the Americas, New York, New York 10036 (Attn: Philip Bentley, Esq.); (iii) The United States Trustee's Office (Attn: Brian S. Masumoto, Esq.) 201 Varick Street, Room 1006, New York, New York 10014; (iv) The United States Trustee's Office, Department of Justice, 33 Whitehall Street, 21st Floor, New York, New York 10004 (Attn: Andrea B. Schwartz, Esq. and William K. Harrington, Esq.), (v) counsel for Environmental Response Trust, Crowell & Moring, LLP, 590 Madison Avenue, 19th Floor, New York, New York 10022 (Attn: Elliott P. Laws, Esq.); (vi) counsel for RACER Trust, 500 Woodward Avenue, Suite 2650, Detroit, Michigan 48226 (Attn: Carl P. Garvey, Esq.); (vii) counsel for Wilmington Trust Company as the GUC Trust Administrator, Drinker Biddle & Reath, LLP, 1177 Avenue of the Americas, 41st Floor, New York, New York 10036 (Attn: Kristin K. Going, Esq., Clay Pierce, Esq., and Marita S. Erbeck, Esq.); (viii) FTI Consulting, as the GUC Trust Monitor, 3 Times Square, 11<sup>th</sup> Floor, New York, New York 10036 (Attn: Conor Tully); (ix) Paul, Weiss, Rifkind, Wharton & Garrison LLP, attorneys for the United States Department of Treasury, 1285 Avenue of the Americas, New York, New York (Attn: Douglas R. Davis, Esq. and Lauren Shumejda, Esq.); (x) The United States Department of the Treasury, 1500 Pennsylvania Avenue NW, Room 2312, Washington, D.C. 20220 (Attn: Erik Rosenfeld); and (xi) Motors Liquidation Company through their counsel, Honigman Miller Schwartz and Cohn, LLP, 2290 First National Bldg., 660 Woodward Avenue, Detroit Michigan 48226 (Attn:

Donald F. Baty, Jr.), on or before **4:00 p.m. on January 29, 2019** (the “**Objection Deadline**”) pursuant to the local rules of this Court.

**PLEASE TAKE FURTHER NOTICE** that if no objections are timely filed and served with respect to the Motion, Movants may, on or after the Objection Deadline, submit to the Bankruptcy Court an order substantially in the form of the proposed order annexed to the Motion, which order may be entered with no further notice or opportunity to be heard offered to any party.

Dated: December 21, 2018

**HODGSON RUSS LLP**

*Attorneys for American Axle & Manufacturing, Inc.*

By: /s/ James C. Thoman

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